

THE DOWNTOWN COMMISSION BY-LAWS

PREAMBLE

These by-laws establish the rules of procedure under which the Downtown Commission, hereinafter referred to as the commission, shall execute those duties and functions set forth in, and with the authority granted under Chapter 3359 of the Columbus City Codes, "Downtown District."

ARTICLE I OFFICERS

Section 1. The commission shall annually select a chairperson who shall preside over its meetings and a vice-chairperson who shall serve in the absence of the chairperson. Should neither the chairperson nor vice-chairperson be available, commission staff may request that another commission member serve as chairperson.

Section 2. Officers may be recalled for cause by a two-thirds vote of the commission.

Section 3. Should an office become vacant, the commission shall elect a successor within the next two (2) regular meetings.

Section 4. The chairperson shall preside at all meetings, serve as spokesperson for the commission, and, in consultation with other members, appoint committees. The chairperson shall ensure the commission dispenses with business fairly and properly; and that meetings are conducted in an orderly and timely manner. The chairperson shall determine existence of a quorum, who is absent and whether those absent are excused.

Section 5. Commission staff shall serve in the role of secretary and oversee all record keeping procedures.

Section 6. No member, except the chairperson, shall represent the commission, unless specifically authorized by the commission or chair. When such representation is made, only the proceedings and acts of the commission shall be communicated, and such incident shall be reported to the commission at its next regular meeting. This provision is not intended to limit staff from communicating commission decisions and associated business.

ARTICLE II MEETINGS

Section 1. All regular meetings shall be open to the public and notice, stating the date, time and location, shall be published in the City Bulletin at least ten (10) days prior to such meeting. Notice of emergency meetings shall be provided as set forth in the Ohio Revised Code.

Section 2. A special meeting may be called by the chairperson or by a majority of the commission. Subcommittee meetings shall be considered a special meeting. Notice of a special meeting, stating the date, time, location and purpose, shall be published in the City Bulletin at least once prior to the meeting.

Section 3. An annual meeting shall be held at the regular meeting in January, or as soon thereafter as possible, and shall include election of officers, and approval of bylaws.

Section 4. As set forth in CC3359, a simple majority of members appointed at any time shall constitute a quorum. If a quorum is not met within twenty minutes of the scheduled meeting time, roll may be called and the meeting adjourned. When a quorum is lacking, no business can be transacted other than to recess or adjourn. Members present at a meeting, but abstaining from action on a specific item, may be included for the purposes of establishing a quorum.

Section 5. Commission business meetings shall be considered regular meetings and be held as needed. Business meetings may be called by the chairperson or commission staff. Such meetings may be used to do such things as review upcoming applications, receive informational briefings, discuss organizational issues, and review potential code and policy updates. No formal action may be taken at business meetings.

Section 6. An agenda shall be prepared and made available prior to each regular meeting. The chairperson may reasonably modify the order of business unless overruled by a majority of the members present.

Section 7. A record of action shall be taken and maintained for each regular and special Commission meeting, and, once approved, made available for public examination.

Section 8. The chairperson may limit the number of persons who may speak regarding any agenda item and may limit the amount of time each may speak.

ARTICLE III VOTING AND PROCEDURES

Section 1. Members are required to comply with the Ohio Ethics Law and related statutes (Ohio Revised Code Chapter 102 and Ohio Revised Code Sections 2921.41 and 2921.43). A member shall inform the commission chair and staff at such time a situation presents itself in which his/her interests conflict with the fair, impartial, and objective performance of his/her duties and responsibilities as a commission member.

Section 2. Approval by the commission shall require an affirmative vote of a majority present at the meeting, rather than a majority of all members, unless otherwise stated herein. The failure of a question to receive the required affirmative vote constitutes denial of the requested action. A member who abstains from voting shall not be considered in determining a vote. A motion resulting in a tie vote fails.

Section 3. Motions, when at all possible, shall be made in a positive form.

Section 4. Applications may be approved, approved with conditions or denied in a manner consistent with CC 3359.

Section 5. The commission may delegate final review of minor items to a Subcommittee of the commission. In so doing, the board should provide clear direction regarding its expectations

for final resolution of such design issues. Subcommittee meetings shall be considered special meetings and be subject to public notice provisions applying to special meetings. A written record of actions taken shall be provided to the commission. An applicant may request to have an issue addressed by the full commission rather than a subcommittee.

**ARTICLE IV
RECONSIDERATION**

Section 1. The commission will accept items for reconsideration only upon its own motion and for good cause. The commission will reconsider an application on which previous commission action was taken only when the plans or information submitted or conditions affecting the property have substantially changed. The commission has authority to determine what constitutes a change worthy of reconsideration.

**ARTICLE V
PARLIAMENTARY AUTHORITY**

Section 1. *Robert's Rules of Order* (Newly Revised) will govern in those questions of procedure not covered by Columbus City Code, the Charter of the City of Columbus, these bylaws, or any special rules of order the commission may adopt.

**ARTICLE VI
AMENDMENT OF BYLAWS**

Section 1. These bylaws may be amended at any regular meeting of the Commission by the affirmative vote of at least five (5) members, provided that the amendment has been submitted in writing at the previous regular meeting.

Section 2. Any amendment proposed for adoption shall contain the entire bylaws as amended and shall repeal the existing bylaw.

**ARTICLE VI
EFFECTIVE DATE**

Section 1. These bylaws and any subsequent amendments shall be effective 10 days after publication in the City Bulletin.

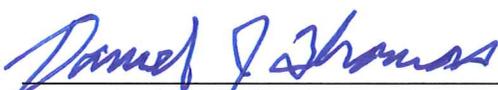
Adopted by the Downtown Commission:



Commission Chairperson

2/25/2014

Date



Commission Staff

2/25/2014

Date